

ELLIOTT & ELLIOTT, P.A.  
ATTORNEYS AT LAW  
721 OLIVE STREET  
COLUMBIA, SOUTH CAROLINA 29205  
[selliott@elliottlaw.us](mailto:selliott@elliottlaw.us)

SCOTT ELLIOTT

TELEPHONE (803) 771-0555  
FACSIMILE (803) 771-8010

May 24, 2005

**VIA HAND DELIVERY**

Charles L. A. Terreni, Esquire  
Chief Clerk and Administrator  
South Carolina Public Service Commission  
101 Executive Center Drive  
Columbia, SC 29210

RECEIVED  
2005 MAY 24 PM 2:29  
SC PUBLIC SERVICE  
COMMISSION

RE: Application of AccessLine Communications Corporation Authority to Operate as a Reseller of Interexchange Telecommunication Services within the State of South Carolina

Dear Mr. Terreni:

Enclosed please find for filing an original and fifteen (15) copies of the Application of AccessLine Communications Corporation for Authority to Operate as a Reseller of Interexchange Telecommunications Services within the State of South Carolina.

I have enclosed an extra copy of this application which I would ask you to date stamp and return to me through my courier.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me. Thank you.

Sincerely Yours,

ELLIOTT & ELLIOTT, P.A.



Scott Elliott

SE/jcl  
Encl.

c: Lance J.M. Steinhart, Esquire

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF SOUTH CAROLINA**

**IN RE: APPLICATION OF  
ACCESSLINE COMMUNICATIONS CORPORATION  
AUTHORITY TO OPERATE AS A  
RESELLER OF INTEREXCHANGE  
TELECOMMUNICATION SERVICES  
WITHIN THE STATE OF  
SOUTH CAROLINA**

**DOCKET NO:**

**DATE:**

2005-163-C

**AND TO BE REGULATED IN ACCORDANCE WITH PROCEDURES ESTABLISHED FOR  
ALTERNATIVE REGULATION IN ORDER NOS. 95-1734 AND 96-55 IN DOCKET  
NO. 95-661-C.**

**APPLICATION AND REQUEST FOR AUTHORITY**

AccessLine Communications Corporation (hereinafter "Applicant"), by its attorney, hereby files this verified application, before the South Carolina Public Service Commission pursuant to its requirement for a Certificate of Public Convenience and Necessity to operate as a reseller of telecommunications services within the State of South Carolina and in support thereof would state the following:

- 1 Applicant's legal name is AccessLine Communications Corporation and its state of organization is Delaware (see Attachment 1). Applicant has a certificate of authorization to do business in South Carolina from the Secretary of State. (see Attachment 2).
- 2 The principal business address and telephone number of the applicant is:

AccessLine Communications Corporation  
11201 SE 8th Street, Suite 200  
Bellevue, Washington 98004  
Telephone: (206) 621-3500

- 3 Any question, notice, orders, correspondence or communication regarding this application should be directed to:

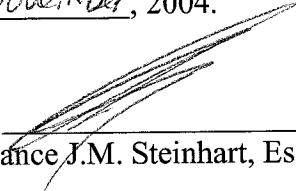
Lance J.M. Steinhart, Esq.  
Lance J.M. Steinhart, P.C.  
1720 Windward Concourse, Suite 250  
Alpharetta, Georgia 30005  
(770) 232-9200 (Phone)  
(770) 232-9208 (Fax)  
lsteinhart@telecomcounsel.com

Local Counsel:  
Scott Elliott, Esq.  
Elliott & Elliott, P.A.  
721 Olive Street  
Columbia, SC 29205  
(803) 771-0555 (Phone)  
(803) 771-8010 (Fax)

- 4 The officers and directors of Applicant are set forth in Attachment 3. Biographical information on Applicant's key management personnel are included in Attachment 4.
- 5 The Applicant's Financial Statements for the periods ended December 31, 2002 and December 31, 2003, for AccessLine Holdings, Inc., Applicant's parent company, is Attachment 5. This exhibit is offered in support of the financial ability of the Applicant.
- 6 Applicant submits contemporaneously with this application its proposed tariff (Attachment 6) which contains a description of services to be provided, all rules and regulations applicable to such services, and proposed rates for such services.
- 7 By this application, Applicant hereby asserts its willingness and ability to comply with all the rules and regulations that the Commission may lawfully impose upon Applicant's provision of service contemplated by this application.
- 8 Upon Commission request, Applicant is prepared to answer questions or present additional testimony or other evidence about its services within the state.
- 9 The Company hereby respectfully requests a waiver of 26 S.C. Code & Ann. Regs. 103-610, which requires books and records to be kept in the State of South Carolina, but rather, the Company desires to keep its books and records at its principal place of business.
10. Applicant hereby respectfully requests that its interexchange service offerings be regulated in accordance with procedures established for alternative regulation in Order Nos. 95-1734 and 96-55 in Docket No. 95-661-C.

Wherefore, AccessLine Communications Corporation hereby prays that the South Carolina Public Service Commission grants it authority to provide interexchange telecommunications services within the State of South Carolina and to be regulated in accordance with procedures established for alternative regulation in Order Nos. 95-1734 and 96-55 in Docket No. 95-661-C.

Respectfully submitted this 22<sup>nd</sup> day of November, 2004.

By:   
Lance J.M. Steinhart, Esq.

Lance J.M. Steinhart, P.C.  
1720 Windward Concourse, Suite 250  
Alpharetta, Georgia 30005  
(770) 232-9200  
(770) 232-9208 (Fax)

and

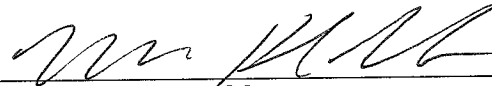
By:   
Scott Elliott, Esq.

Elliott & Elliott, P.A.  
721 Olive Street  
Columbia, SC 29205  
(803) 771-0555  
(803) 771-8010 (Fax)

Its Attorneys

VERIFICATION OF APPLICANT

I, Mark Klebanoff, Secretary and Treasurer of AccessLine Communications Corporation, a Delaware Corporation, the applicant for a Certificate of Public Convenience and Necessity from the Public Service Commission of the State of South Carolina, verify that based on information and belief, I have knowledge of the statements in the foregoing Application, and I declare that they are true and correct.

X   
\_\_\_\_\_  
Mark Klebanoff  
Secretary and Treasurer  
AccessLine Communications Corporation

X Sworn to me, the undersigned  
Notary Public on this  
\_\_\_\_ 22 \_\_\_\_ day of \_\_\_\_ Oct \_\_\_\_, 2004.

State of Washington  
County of King

  
\_\_\_\_\_  
Notary Public

## LIST OF ATTACHMENTS

Attachment 1 - Certificate of Incorporation

Attachment 2 - Foreign Corporation Qualification

Attachment 3 - Officers & Directors

Attachment 4 - Biographical Information

Attachment 5 - Financial Information

Attachment 6 - Proposed Tariff

Attachment 1 - Certificate of Incorporation

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:57 PM 10/13/2004  
FILED 05:55 PM 10/13/2004  
SRV 040740810 - 2104412 FILE

RESTATED

CERTIFICATE OF INCORPORATION

OF

ACCESSLINE COMMUNICATIONS CORPORATION

The undersigned, Douglas Johnson, hereby certifies that:

(1) He is the President and Chief Executive Officer of AccessLine Communications Corporation, a Delaware corporation, the original Certificate of Incorporation of which was filed with the Secretary of the State of Delaware on October 14, 1986 under the name of US MetroLink Corp.

(2) The Certificate of Incorporation of this Corporation is restated to read in its entirety as follows:

FIRST: The name of this Corporation is AccessLine Communications Corporation.

SECOND: The address of the Corporation's registered office in the State of Delaware is 615 South Dupont Highway, in the City of Dover, County of Kent, Delaware 19901. The name of its registered agent at that address is TCS Corporate Services, Inc.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is one hundred (100), having a par value of \$.001.

FIFTH: The Corporation is to have perpetual existence.

SIXTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.



SEVENTH: The number of directors which constitute the whole Board of Directors of the Corporation shall be as specified in the Bylaws of the Corporation.

EIGHTH: Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

NINTH: Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

TENTH:

1. To the fullest extent permitted by the Delaware General Corporation Law as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

2. The Corporation shall indemnify to the fullest extent permitted by law any person (including the representative of such person's estate and such person's successors and assigns) made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he is or was a director or officer of the Corporation or serves or served at any other enterprise as a director or officer at the request of the Corporation. The Corporation may indemnify to the fullest extent permitted by law any person (including the representative of such person's estate and such person's successors and assigns) made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he is or was an employee of the Corporation or serves or served at any other enterprise as an employee at the request of the Corporation.

3. Neither any amendment nor repeal of this Article Tenth nor the adoption of any provision of this Corporation's Certificate of Incorporation inconsistent with this Article Tenth shall eliminate or reduce the effect of this Article Tenth in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article Tenth, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

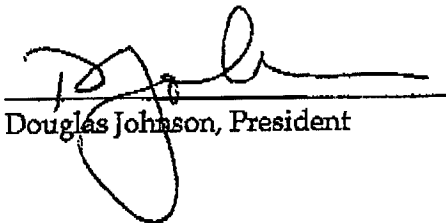
ELEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

(3) The aforementioned Restated Certificate of Incorporation of this Corporation has been duly adopted by the Board of Directors of this Corporation in accordance with the provisions of Section 245 of the General Corporation Law of the State of Delaware.

(4) The aforementioned Restated Certificate of Incorporation only restates and integrates and does not further amend the provisions of the Corporation's Certificate of Incorporation as heretofore amended or supplemented, and there is no discrepancy between those provisions and the provisions of this Restated Certificate of Incorporation.

The undersigned hereby further declares and certifies under penalty of perjury under the laws of the State of Delaware that the facts set forth in the foregoing Certificate are true and correct of his own knowledge and that this Certificate is his act and deed.

IN WITNESS WHEREOF, the undersigned has executed this Restated Certificate of Incorporation on the 12 day of October 2004.

  
Douglas Johnson, President

## Attachment 2 - Foreign Corporation Qualification



# Secretary of State Search

## Mark Hammond's Office

[Main Page](#)[What's New](#)[Forms](#)[Fee Schedule](#)[Office Directory](#)[Where Do I Find?](#)[Search](#)

Office of the South Carolina Secretary of State

Business Filings Division

Information for:

**ACCESSLINE COMMUNICATIONS CORPORATION**[Check Charities D](#)

Note\*\*\* This online database was last updated on 11/22/2004 see our Disclaimer

DOMESTIC / FOREIGN:

Foreign

STATUS:

Good Standing

STATE OF INCORPORATION /

DELAWARE

ORGANIZATION:

**For Profit****REGISTERED AGENT INFORMATION**

REGISTERED AGENT NAME:

TCS CORPORATE SERVICES INC

ADDRESS:

2 OFFICE PARK CT

CITY:

COLUMBIA

STATE:

SC

ZIP:

29223 0000

SECOND ADDRESS:

STE 103

FILE DATE:

03/15/2001

EFFECTIVE DATE:

03/15/2001

DISSOLVED DATE:

CORPORATION HISTORY RECORDS			
Code	File Date	Comment	Doc
Agent	12/17/2002	CH AGT/ADD FR-C T CORP	F
AUTHORITY(FOREIGN))	03/15/2001	AUTHORITY	F

[Return to Previous Page](#)

Attachment 3 - Officers & Directors

Officers:

Doug Johnson	President
Jerry Knight	Vice President
Mark Klebanoff	Secretary and Treasurer

Directors:

Doug Johnson

11201 SE 8th Street, Suite 200  
Bellevue, Washington 98004

## Attachment 4 - Biographical Information

## **Resumes/Bios**

We were founded in 1998 by communications visionaries who shared the belief that by cost-effectively hosting services in our network instead of at customer locations, we could fundamentally alter the landscape of how companies manage their communications. As we've grown, we have attracted industry leaders and built a strong executive and employee team that has taken us from a start-up with great ideas and technology to a seasoned operating business addressing important market needs and providing services that customers depend on day in, day out. Marquee customers, partners, suppliers and investors have shared our vision and become a part of the AccessLine success story.

### **Doug Johnson** **Chief Executive Officer**

Doug Johnson has been a builder, leader and senior manager in the telecommunications industry for over a decade. Most recently, Doug ran AT&T Wireless's Advanced Services Organization, managing Wireless IP and Wireless Office Services in North America. Prior to this he served as AT&T Wireless's North American Vice President for Global Markets, responsible for the company's top 3000 corporate accounts. Previous to his roles with AT&T wireless, Doug was a senior leader with McCaw Cellular where, as Vice President and General Manager for one of the nation's Top 20 markets, he earned top honors for overall market performance.

Before his Telecom career, Doug worked with Touche Ross (now Deloitte and Touche) as a CPA. He is an honor graduate from Washington State University.

Doug joined the executive management team of AccessLine Communications in 2000 as the Chief Operating Officer. In August of 2002, the Board of Directors of AccessLine promoted Doug to President and Chief Executive Officer.

### **Jerry Knight** **Chief Technical Officer**

Jerry Knight is recognized as one of the world's leading authorities in packet technology. He is also one of the pioneers of packet switching technology. The protocols Knight helped develop have since become foundations for today's telecommunications infrastructure. During his career at Plessey, Sprint International and Infonet, Knight has designed and implemented numerous Frame, Cell and Packet public and private networks. As CTO of AccessLine Communications since 1998, Jerry is responsible for architectural strategies for the AccessLine network, including integrating technologies such as VoIP.

### **Mark Klebanoff** **Chief Financial Officer**

Mark Klebanoff is AccessLine's CFO. Mark is on long-term leave from Alexander Hutton Venture Partners where he has been a Managing Director for the past four years. Prior to joining Alexander Hutton, Mark spent three years with RealNetworks, first as the company's CFO and then as vice president of business development. He

was instrumental in the company's early capital raising efforts culminating in its 1997 IPO. Mark also managed the extremely rapid growth of RealNetworks' operations, including human resources, facilities, information systems, customer service and technical support.

While at RealNetworks, Mark reviewed numerous acquisition and investment opportunities across the streaming media industry and completed several transactions, including the acquisitions of Vivo and Xing. Previously, Mark was vice president of Industrial Systems, a client-server industrial process application developer. Mark oversaw all aspects of finance and operations while growing revenues from \$2m to \$12m and orchestrating a successful sale of the company to Aspen Technology in 1995. Mark has a B.A. from Yale University and an M.B.A. from the Yale School of Management.

**Kent Hellebust**  
**Chief Marketing Officer**

Kent Hellebust is responsible for corporate marketing, partner marketing, product management, branding, and communications outreach activities for AccessLine Communications Corporation. He supports and coordinates these activities with the company's strategy, product and technology development, and operational functions.

Prior to joining AccessLine, Kent built and led the marketing organization at Cometa Networks, a nationwide broadband wireless internet networking company, where he developed marketing strategies, merchandizing and marketing campaigns for key customers such as AT&T Wireless, Sprint, Barnes & Noble, Intel, and others. He was the Senior Vice President of Product Management and Marketing for BSQUARE Corp. (NASDAQ: BSQR), a wireless device development technology firm with clients including Microsoft, Motorola, Hewlett Packard, Sony, and other major international OEMs, where he created the Power Handheld brand for Vodafone's enterprise device European offering. Kent was Executive Vice President of Wireless Services for Infospace (NASDAQ: INSP), where he grew the wireless unit by acquiring major Wireless Carrier customers such as Vodafone, Verizon, AT&T Wireless, T-Mobile, and other international carriers in Canada, Europe, and the Pacific Rim. Kent began his wireless career as first a Director then a Vice President at AT&T Wireless and AT&T, where he managed both wireless packet data and SMS product lines, with responsibility for product definition, branding, customer targeting, and go-to-market strategies and implementation.

Kent holds an MBA in Marketing from The Wharton School and a BA in Economics and History from Wesleyan University.

**Fred Epler**  
**Chief Scientist & VP Product Development**

Fred Epler is a co-founder of AccessLine Communications. He pioneered the core technologies and authored the technical disclosures that are the basis for AccessLine's single number service patents. Epler led the technical team that developed and deployed the software and hardware for the AccessLine service platforms.



**Tim Roberts**  
**Vice President, Operations**

Tim Roberts has extensive experience in telephone carrier services operations. At Leeds University, Roberts was a prize-winning lead designer of a key coding scheme that became part of the GSM standard. Following a period at British Telecom's Research Laboratories at Martlesham Heath in the UK, he went on to design and implement the back office systems for the first GSM Mobile service in Europe at Mercury One2One. As an early customer of AccessLine, Tim was responsible for incorporating AccessLine's services into the Mercury One2One network. Tim joined the AccessLine team in 1995. He is responsible at the executive level for all aspects of service delivery including network operations and customer care.

**Lauren Calaby**  
**Vice President, Program Management**

Lauren Calaby, AccessLine's Vice President for Program Management, is responsible for planning and executing on customer implementations with enterprise clients and channel partners. With over 15 years experience in launching new products and markets, she has helped pioneer wireless, video, and data communications services. Lauren has been in management leadership positions for companies ranging from startup Avistar Communications to AirTouch Teletrac, Pacific Bell, and GTE.

**Mike Fischer**  
**Vice President, Development**

Mike Fischer, a nine year veteran at AccessLine, leads the technical team responsible for network management, backoffice and application software and hardware that provide AccessLine's hosted services. Known as a leading developer of software architecture in the telecommunications and aerospace industry, Fischer is responsible for the design and development of AccessLine's telecommunications platform bringing many of our key products to market. As an early adopter of internet technology and java language, he has spent the last 6 years developing and teaching java programming courses at the University of Washington.

**David Archer**  
**Vice President, Enterprise Sales & Marketing**

David Archer leads AccessLine's enterprise sales team with responsibilities for building customer relationship and addressing new enterprise market opportunities. Over the last six years at AccessLine, David has guided AccessLine's most successful sales efforts, including IBM, Sun Microsystems, PeopleSoft and Bell Canada.

Before joining AccessLine in 1996, David contributed to blue chip companies such as BellSouth and Lanier Corporation. Prior to his telecom career, David worked as a currency trader with Ruesch International. David is a graduate of Princeton University.

**Peter Fyhrie**  
**Senior Vice President of Indirect Sales**

Peter Fyhrie was an early entrant to the competitive Long Distance Business in 1984, working for American Sharecom as the Regional director of the northwest U.S. American Sharecom was acquired by Frontier Communications, who in turn, purchased Allnet, ETI, WTC and Schneider National Long Distance. As Northwest Regional Vice President of the combined companies, Peter's responsibilities included consolidating 12 unique branch offices into 4 Frontier offices and leading all aspects of business operations.

In 1998, Peter joined Global Center, the hosted communications arm of Frontier, and led the sales efforts to market hosted communication to the Fortune 500. With subsequent roles at eFusion/ITXC, he has been responsible for applying IP technology to current telecom markets. Peter joined AccessLine in September of 2002 as Senior Vice President of Indirect Sales, responsible for the development of new markets.

## Attachment 5 - Financial Information

**ACCESSLINE HOLDINGS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2003 AND 2002**

	<b>ASSETS</b>	
	<u>2003</u>	<u>2002</u>
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 1,535,970	\$ 3,319,458
Accounts receivable, net	1,037,049	1,267,412
Other receivables	15,956	4,841
Prepaid expenses and deposits	438,651	308,909
Total current assets	<u>3,027,626</u>	<u>4,900,620</u>
 PROPERTY AND EQUIPMENT, net	 5,213,716	 7,273,496
 RESTRICTED CASH	 312,300	 312,300
 OTHER ASSETS, net	 <u>41,589</u>	 <u>50,900</u>
	<u><u>\$ 8,595,231</u></u>	<u><u>\$ 12,537,316</u></u>

*See accompanying notes.*

**ACCESSLINE HOLDINGS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS (CONTINUED)**  
**DECEMBER 31, 2003 AND 2002**

LIABILITIES AND STOCKHOLDERS' DEFICIT		
	2003	2002
CURRENT LIABILITIES		
Note payable to bank	\$ 1,040,354	\$ -
Accounts payable	2,036,069	1,964,368
Accrued wages, benefits, and taxes	602,576	699,831
Other accrued liabilities	2,248,772	103,151
Current portion of long-term debt, net of discount (Note 8)	253,261	1,096,961
Current portion of capital lease obligations	85,499	57,392
Deferred revenue	126,613	260,510
Total current liabilities	6,393,144	4,182,213
CONVERTIBLE NOTES PAYABLE, net of discount (Notes 7 and 8)	4,940,676	-
CAPITAL LEASE OBLIGATIONS, less current portion	180,430	53,648
DEFERRED RENT	71,681	35,840
LONG-TERM DEBT, net of discount (Note 8)	-	202,574
TOTAL LIABILITIES	11,585,931	4,474,275
COMMITMENTS AND CONTINGENCIES (Note 11)		
MANDATORILY REDEEMABLE PREFERRED STOCK, Series A, \$.001 par value - Authorized, 4,500,000 shares; outstanding, 4,345,368 shares (aggregate liquidation value of \$6,069,118 and \$5,721,726)	5,001,868	4,488,017
MANDATORILY REDEEMABLE CONVERTIBLE PREFERRED STOCK, Series B, \$.001 par value - Authorized, 30,500,000 shares; outstanding, 13,138,690 shares (aggregate liquidation value of \$6,128,255 and \$5,768,501)	5,903,437	5,502,324
MANDATORILY REDEEMABLE CONVERTIBLE PREFERRED STOCK, Series C, \$.001 par value - Authorized, 26,000,000 shares; outstanding, 11,088,715 shares (aggregate liquidation value of \$35,406,913 and \$33,208,419)	34,158,021	31,729,312
MANDATORILY REDEEMABLE CONVERTIBLE PREFERRED STOCK, Series D, \$.001 par value - Authorized, 260,000,000 shares; outstanding, 162,465,238 and 155,343,653 shares (aggregate liquidation value of \$41,719,850 and \$39,252,807 )	28,966,830	25,338,330
STOCKHOLDERS' DEFICIT		
Common stock, \$.001 par value - Authorized, 470,000,000 shares; issued and outstanding, 57,867,861 and 57,849,558 shares	57,868	57,850
Additional paid-in capital	23,059,745	26,457,763
Unearned compensation	-	(709,579)
Accumulated deficit	(100,138,469)	(84,800,976)
Total stockholders' deficit	(77,020,856)	(58,994,942)
	\$ 8,595,231	\$ 12,537,316

*See accompanying notes.*

**ACCESSLINE HOLDINGS, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**YEARS ENDED DECEMBER 31, 2003 AND 2002**

	<u>2003</u>	<u>2002</u>
REVENUE	<u>\$ 13,917,567</u>	<u>\$ 10,754,832</u>
OPERATING EXPENSES		
Network costs	10,580,008	7,576,439
Sales and marketing	3,461,532	5,595,786
General and administrative	3,373,942	6,325,679
Research, development and engineering	5,401,430	5,157,776
Depreciation and amortization	4,347,093	4,889,183
Noncash stock-based compensation	709,579	709,580
Total operating expenses	<u>27,873,584</u>	<u>30,254,443</u>
OPERATING LOSS	(13,956,017)	(19,499,611)
OTHER INCOME (EXPENSE)		
Interest income	13,694	61,240
Interest expense	<u>(1,395,170)</u>	<u>(1,260,169)</u>
Loss before income taxes	(15,337,493)	(20,698,540)
INCOME TAXES	<u>-</u>	<u>135,919</u>
NET LOSS	(15,337,493)	(20,562,621)
MANDATORY REDEEMABLE PREFERRED STOCK DIVIDENDS AND ACCRETION	<u>(5,872,173)</u>	<u>(5,948,152)</u>
NET LOSS APPLICABLE TO COMMON STOCKHOLDERS	<u>\$ (21,209,666)</u>	<u>\$ (26,510,773)</u>

*See accompanying notes.*

## Attachment 6 - Proposed Tariff

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TITLE SHEETSOUTH CAROLINA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by AccessLine Communications Corporation ("AccessLine"), with principal offices at 11201 SE 8th Street, Suite 200, Bellevue, Washington 98004. This tariff applies for services furnished within the State of South Carolina. This tariff is on file with the South Carolina Public Service Commission, and copies may be inspected, during normal business hours, at the company's principal place of business.

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Issued:	, 2004	Effective:	, 2004
By:	Mark Klebanoff, Secretary and Treasurer 11201 SE 8th Street, Suite 200 Bellevue, Washington 98004 Phone No.: (206) 621-3500, E-Mail Address: mklebanoff@accessline.com		



CONCURRING, CONNECTING OR  
OTHER PARTICIPATING CARRIERS

1. Concurring Carriers - None
2. Connecting Carriers - None
3. Other Participating Carriers - None

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Issued: , 2004 Effective: , 2004  
By: Mark Klebanoff, Secretary and Treasurer  
11201 SE 8th Street, Suite 200  
Bellevue, Washington 98004  
Phone No.: (206) 621-3500, E-Mail Address:  
mklebanoff@accessline.com

---

CHECK SHEET

The Sheets of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

<u>SHEET</u>	<u>REVISION</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
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35	Original
36	Original
37	Original
38	Original
39	Original
40	Original
41	Original

\* New or Revised Sheet

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Issued:	, 2004	Effective:	, 2004
By:	Mark Klebanoff, Secretary and Treasurer		
	11201 SE 8th Street, Suite 200		
	Bellevue, Washington 98004		
	Phone No.: (206) 621-3500, E-Mail Address:		
	mklebanoff@accessline.com		

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**TABLE OF CONTENTS**

	Page
Title Sheet.....	1
Concurring, Connecting or Other Participating Carriers.....	2
Check Sheet.....	3
Table of Contents.....	4
Tariff Format.....	5
Symbols.....	6
Section 1 - Technical Terms and Abbreviations.....	7
Section 2 - Rules and Regulations.....	9
2.1 Undertaking of the Company.....	9
2.2 Use of Services.....	10
2.3 Liability of the Company.....	11
2.4 Responsibilities of the Customer.....	13
2.5 Cancellation or Interruption of Service.....	15
2.6 Credit Allowance.....	17
2.7 Restoration of Service.....	18
2.8 Deposit.....	18
2.9 Payment and Billing.....	19
2.10 Collection Costs.....	20
2.11 Taxes.....	20
2.12 Late Charge.....	20
2.13 Returned Check Charge.....	20
Section 3 - Description of Service.....	21
3.1 Computation of Charges.....	21
3.2 Customer Complaints and/or Billing Disputes...	22
3.3 Level of Service.....	23
3.4 Billing Entity Conditions.....	23
3.5 Service Offerings.....	24
Section 4- Current Rates.....	29
Section 5 - Maximum Rates.....	37

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Issued:	, 2004	Effective:	, 2004
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**TARIFF FORMAT**

A. Sheet Numbering: Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between pages 11 and 12 would be page 11.1.

B. Sheet Revision Numbers: Revision numbers also appear in the upper right corner of each sheet where applicable. These numbers are used to indicate the most current page version on file with the Commission. For example, 4th Revised Sheet 13 cancels 3rd Revised Sheet 13. Consult the Check Sheet for the sheets currently in effect.

C. Paragraph Numbering Sequence: There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.  
2.1  
2.1.1  
2.1.1.A  
2.1.1.A.1  
2.1.1.A.1.(a)  
2.1.1.A.1.(a).I  
2.1.1.A.1.(a).I.(i)  
2.1.1.A.1.(a).I.(i).(1)

D. Check Sheets: When a tariff filing is made with the Commission, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff, with a cross reference to the current Revision Number. When new sheets are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (\*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest Check Sheet to find out if a particular sheet is the most current on Commission file.

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SYMBOLS

The following are the only symbols used for the purposes indicated below:

- D - Delete or Discontinue
- I - Change Resulting In An  
Increase to A Customer's Bill
- M - Moved from Another Tariff Location
- N - New
- R - Change Resulting In A  
Reduction to A Customer's Bill
- T - Change in Text or Regulation  
But No Change In Rate or Charge

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By: Mark Klebanoff, Secretary and Treasurer  
11201 SE 8th Street, Suite 200  
Bellevue, Washington 98004  
Phone No.: (206) 621-3500, E-Mail Address:  
mklebanoff@accessline.com

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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS**

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Customer's location to the Company's location or switching center.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable the Company to identify the origin of the Customer so it may rate and bill the call. Automatic number identification (ANI) is used as the authorization code wherever possible.

Commission - Used throughout this tariff to mean the South Carolina Public Service Commission.

Company or AccessLine - Used throughout this tariff to mean AccessLine Communications Corporation, a Delaware Corporation.

Customer - The person, firm, corporation or other legal entity which orders the services of the Company and is responsible for the payment of charges and for compliance with the Company's tariff regulations.

Dedicated Access - The Customer gains entry to the Company's services by a direct path from the customer's location to the company's point of presence.

Holiday - New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. Holidays shall be billed at the evening rate from 8 a.m. to 11 p.m. After 11 p.m., the lower night rate shall go into effect.

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	11201 SE 8th Street, Suite 200		
	Bellevue, Washington 98004		
	Phone No.: (206) 621-3500, E-Mail Address:		
	mklebanoff@accessline.com		

Resp. Org - Responsible Organization or entity identified by a Toll-Free service Customer that manages and administers records in the toll free number database and management system.

Switched Access - The Customer gains entry to the company's services by a transmission line that is switched through the local exchange carrier to reach the company's point of presence.

Telecommunications - The transmission, between or among points specified by the user, of information of the user's choosing, without change in the form or content of the information as sent and received.

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

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**SECTION 2 - RULES AND REGULATIONS****2.1 Undertaking of the Company**

This tariff contains the regulations and rates applicable to intrastate interexchange telecommunications services provided by the Company for telecommunications between points within the State of South Carolina. Services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff in compliance with limitations set forth in the Commission's rules. The Company's services are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall file a service application with the Company which fully identifies the Customer, the services requested and other information requested by the Company. The Company reserves the right to examine the credit record and check the references of all applicants and Customers prior to accepting the service order. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement. Any marketing efforts will clearly indicate to potential customers the nature of the transaction which is being offered. Materials submitted to prospective customers will clearly indicate that those customers will be changing their long distance carrier if they accept such solicitation. As a telephone utility under the regulation of the Commission, the Company does hereby assert and affirm that as a reseller of intrastate telecommunications services it shall not indulge or participate in deceptive or misleading telecommunications marketing practices to the detriment of consumers in South Carolina, and it shall comply with those marketing procedures, if any, set forth by the Commission. Additionally, the Company shall be responsible for the marketing practices of its contracted telemarketers and for their compliance with this provision. The Company understands that violation of this provision could result in

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a rule to show cause as to the withdrawal of its certification to complete intrastate telecommunications traffic within the State of South Carolina.

- 2.1.1 The services provided by the Company are not part of a joint undertaking with any other entity providing telecommunications channels, facilities, or services, but may involve the resale of the Message Toll Services (MTS) and Wide Area Telecommunications Services (WATS) of underlying common carriers subject to the jurisdiction of this Commission.
- 2.1.2 The rates and regulations contained in this tariff apply only to the services furnished by the Company and do not apply, unless otherwise specified, to the lines, facilities, or services provided by a local exchange telephone company or other common carriers for use in accessing the services of the Company.
- 2.1.3 The Company reserves the right to limit the length of communications, to discontinue furnishing services, or limit the use of service necessitated by conditions beyond its control, including, without limitation: lack of satellite or other transmission medium capacity; the revision, alteration or repricing of the Underlying Carrier's tariffed offerings; or when the use of service becomes or is in violation of the law or the provisions of this tariff.

## **2.2 Use of Services**

- 2.2.1 The Company's services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of services, subject to any limitations set forth in this Section 2.2.

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	11201 SE 8th Street, Suite 200		
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	Phone No.: (206) 621-3500, E-Mail Address:		
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- 2.2.2 The use of the Company's services to make calls which might reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.
- 2.2.3 The use of the Company's services without payment for service or attempting to avoid payment by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.
- 2.2.4 The Company's services are available for use 24 hours per day, seven days per week.
- 2.2.5 The Company does not transmit messages, but the services may be used for that purpose.
- 2.2.6 The Company's services may be denied for nonpayment of charges or for other violations of this tariff.
- 2.2.7 Customers shall not use the service provided under this tariff for any unlawful purpose.
- 2.2.8 The Customer is responsible for notifying the Company immediately of any unauthorized use of services.

## 2.3 Liability of the Company

- 2.3.1 The Company shall not be liable for any claim, loss, expense or damage for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by the Underlying Carrier, an act of God, fire, war, civil disturbance, act of government, or due to any other causes beyond the Company's control.

The Company shall comply with the Rules and Regulations contained in the Public Service Commission of South Carolina's

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mklebanoff@accessline.com

- Telecommunications Utilities Regulations.
- 2.3.2 The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customer against any claim, loss, expense, or damage for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name or service mark, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data or information transmitted.
- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.
- 2.3.4 The Company's liability for damages, resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects or misrepresentations shall not exceed an amount equal to the charges provided for under this tariff for the long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company.
- 2.3.5 The Company shall not be liable for and shall be indemnified and saved harmless by any Customer or by any other entity from any and all loss, claims, demands, suits, or other action or any liability whatsoever, whether suffered, made, instituted, or asserted by any Customer or any other entity for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement or destruction of the premises of any Customer or any other entity or any other property whether owned or controlled by the Customer or others.

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By: Mark Klebanoff, Secretary and Treasurer  
11201 SE 8th Street, Suite 200  
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mklebanoff@accessline.com

- 2.3.6 The Company shall not be liable for any indirect, special, incidental, or consequential damages under this tariff including, but not limited to, loss of revenue or profits, for any reason whatsoever, including the breakdown of facilities associated with the service, or for any mistakes, omissions, delays, errors, or defects in transmission occurring during the course of furnishing service.
- 2.3.7 The remedies set forth herein are exclusive and in lieu of all other warranties and remedies, whether express, implied, or statutory, INCLUDING WITHOUT LIMITATION IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.
- 2.3.8 The Company shall comply with the rules and regulations contained in the Public Service Commission of South Carolina's telecommunications utilities regulations.
- 2.4 Responsibilities of the Customer**
- 2.4.1 The Customer is responsible for placing any necessary orders and complying with tariff regulations. The Customer is also responsible for the payment of charges for services provided under this tariff.
- 2.4.2 The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by the Company on the Customer's behalf.
- 2.4.3 If required for the provision of the Company's services, the Customer must provide any equipment space, supporting structure, conduit and electrical power without charge to the Company.
- 2.4.4 The Customer is responsible for arranging access to its premises at times mutually agreeable to the Company and the Customer when required for Company personnel to install, repair, maintain, program, inspect or remove equipment associated with the

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11201 SE 8th Street, Suite 200  
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provision of the Company's services.

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- 2.4.5 The Customer shall cause the temperature and relative humidity in the equipment space provided by Customer for the installation of the Company's equipment to be maintained within the range normally provided for the operation of microcomputers.
- 2.4.6 The Customer shall ensure that the equipment and/or system is properly interfaced with the Company's facilities or services, that the signals emitted into the Company's network are of the proper mode, bandwidth, power and signal level for the intended use of the subscriber and in compliance with criteria set forth in this tariff, and that the signals do not damage equipment, injure personnel, or degrade service to other Customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, the Company will permit such equipment to be connected with its channels without the use of protective interface devices. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to the Company equipment, personnel or the quality of service to other Customers, the Company may, upon written notice, require the use of protective equipment at the Customer's expense. If this fails to produce satisfactory quality and safety, the Company may, upon written notice, terminate the Customer's service.
- 2.4.7 The Customer must pay the Company for replacement or repair of damage to the equipment or facilities of the Company caused by negligence or willful act of the Customer or others, by improper use of the services, or by use of equipment provided by Customer or others.

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- ## 2.5 Cancellation or Interruption of Services

- 2.5.1 Without incurring liability, upon five (5) working days' (defined as any day on which the company's business office is open and the U.S. Mail is delivered) written notice to the Customer, the Company may immediately discontinue services to a Customer or may withhold the provision of ordered or contracted services:
- 2.5.1.A For nonpayment of any sum due the Company for more than thirty (30) days after issuance of the bill for the amount due,
  - 2.5.1.B For violation of any of the provisions of this tariff,
  - 2.5.1.C For violation of any law, rule, regulation, policy of any governing authority having jurisdiction over the Company's services, or
  - 2.5.1.D By reason of any order or decision of a court, state or federal regulatory body or other governing authority prohibiting the Company from furnishing its services. Service will be terminated only on

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mklebanoff@accessline.com

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Monday through Thursday between the hours of 8:00 am and 4:00 pm unless provisions have been made to have someone available to accept payment and reconnect service.

2.5.2 Without incurring liability, the Company may interrupt the provision of services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and the Company's equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.

2.5.3 Service may be discontinued by the Company without notice to the Customer, by blocking traffic to certain countries, cities or NXX exchanges, or by blocking calls using certain Customer authorization codes, when the Company deems it necessary to take such action to prevent unlawful use of its service. The Company will restore service as soon as it can be provided without undue risk, and will, upon request by the Customer affected, assign a new authorization code to replace the one that has been deactivated.

2.5.4 Customer will be liable for all usage on any of the Company's service offerings until the Customer actually leaves the service. Customers will continue to have Company usage until the Customer notifies its local exchange carrier and changes its long distance carrier. Until the Customer so notifies its local exchange carrier, it shall continue to generate and be responsible for long distance usage.

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**2.6 Credit Allowance**

- 2.6.1 Credit may be given for disputed calls, on a per call basis.
- 2.6.2 Credit shall not be issued for unavailability of long distance services.

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**2.7 Restoration of Service**

The use and restoration of service shall be in accordance with the priority system specified in part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

**2.8 Deposit**

The Company does not require deposits.

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**2.9 Payment and Billing**

- 2.9.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt.
- 2.9.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, presubscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, presubscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.
- 2.9.3 All bills are presumed accurate, and shall be binding on the customer unless objection is received by the Company in writing or orally within the applicable statute of limitations. No credits, refunds, or adjustments shall be granted if demand therefore is not received by the Company in writing within such limitation period.

**2.10 Collection Costs**

In the event Company is required to initiate legal proceedings to collect any amounts due to Company for regulated or non-regulated services, equipment or facilities, or to enforce any judgment obtained against a Customer, or for the enforcement of any other provision of this tariff or applicable law, Customer shall, in addition to all amounts due, be liable to Company for all reasonable costs incurred by Company in

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such proceedings and enforcement actions, including reasonable attorneys' fees, collection agency fees or payments, and court costs. In any such proceeding, the amount of collection costs, including attorneys' fees, due to the Company, will be determined by the court.

#### **2.11 Taxes**

All federal, state and local taxes, assessments, surcharges, or fees, including sales taxes, use taxes, and municipal utilities taxes, are billed as separate line items and are not included in the rates quoted herein.

#### **2.12 Late Charge**

A one-time late fee of 1.5% monthly or the amount otherwise authorized by law, whichever is lower, may be added to any unpaid balance brought forward from the previous month's billing date.

#### **2.13 Returned Check Charge**

A fee will be charged whenever a check or draft presented for payment for service is not accepted by the institution on which it is written, however, the charge may equal but not exceed the rate allowed by S.C. Code Annotated Section 34-11-70.

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**SECTION 3 - DESCRIPTION OF SERVICE****3.1 Computation of Charges**

- 3.1.1 The total charge for each completed call may be a variable measured charge dependent on the duration, distance and time of day of the call. The total charge for each completed call may also be dependent only on the duration of the call, i.e. a statewide flat rate per minute charge. The variable measured charge is specified as a rate per minute which is applied to each minute. All calls are measured in increments as set forth in the Rates Section of this tariff. Fractions of a billing increment are rounded up to a full billing increment on a per call basis. Fractions of a cent per minute are rounded up to a full cent on a per call basis.
- 3.1.2 Where mileage bands appear in a rate table, rates for all calls are based upon the airline distance between the originating and terminating points of the call, as determined by the vertical and horizontal coordinates associated with the exchange (the area code and three digit central office code) associated with the originating and terminating telephone numbers. If the Customer obtains access to the Company's network by a dedicated access circuit, that circuit will be assigned an exchange for rating purposes based upon the Customer's main telephone number at the location where the dedicated access circuit terminates. The vertical and horizontal (V & H) coordinates for each exchange and the airline distance between them will be determined according to industry standards.

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- 3.1.3 Timing begins when the called station is answered and two way communication is possible, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. Recognition of answer supervision is the responsibility of the Underlying Carrier. Timing for each call ends when either party hangs up. The Company will not bill for uncompleted calls.

### 3.2 Customer Complaints and/or Billing Disputes

Customer inquiries or complaints regarding service or accounting may be made in writing or by telephone to the Company at:

11201 SE 8th Street, Suite 200  
Bellevue, Washington 98004  
Customer Service: (877) 716-2540

Any objection to billed charges should be reported promptly to the Company. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate. Where overbilling of a subscriber occurs, due either to Company or subscriber error, no liability exists which will require the Company to pay any interest, dividend or other compensation on the amount overbilled; provided, however, in the event that the Company has willfully overcharged any Customer, the Company shall refund the difference, plus interest, as prescribed by the Commission.

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All Customer complaints are subject to the jurisdiction of the Commission which may be contacted at the following address and telephone number:

State of South Carolina  
Public Service Commission  
PO Drawer 11649  
Columbia, SC 29211  
800-922-1531

If a Customer accumulates more than One Dollar of undisputed delinquent Company 800 Service charges, the Company Resp. Org. reserves the right not to honor that Customer's request for a Resp. Org. change until such undisputed charges are paid in full.

### **3.3 Level of Service**

A Customer can expect end to end network availability of not less than 99% at all times for all services.

### **3.4 Billing Entity Conditions**

When billing functions on behalf of the Company or its intermediary are performed by local exchange telephone companies or others, the payment of charge conditions and regulations of such companies and any regulations imposed upon these companies by regulatory bodies having jurisdiction apply. The Company's name and toll-free telephone number will appear on the Customer's bill.

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**3.5 Service Offerings****3.5.1 1+ Dialing**

This service permits Customers to originate calls via switched or dedicated access lines, and to terminate intrastate calls. The Customer dials "1+" followed by "ten digits" or dials "101XXXX" followed by "1+ ten digits".

**3.5.2 Travel Cards**

The Customer utilizes an 11 digit "toll-free" access number established by the Company to access a terminal. Upon receiving a voice prompt, the Customer uses push button dialing to enter an identification code assigned by the Company, and the ten digit number of the called party.

**3.5.3 Toll-Free Service**

This service is inbound calling only where an 800, 888 or other toll-free prefix number rings into a Customer's premise routed to a specific telephone number or terminated over a dedicated facility.

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3.5.4 Reserved for Future Use.

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Reserved for Future Use.

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## 3.5.5 Directory Assistance.

Access to long distance directory assistance is obtained by dialing 1 + 555-1212 for listings within the originating area code and 1 + (area code) + 555-1212 for other listings. When more than one number is requested in a single call, a charge will apply for each number requested. A charge will be applicable for each number requested, whether or not the number is listed or published.

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3.5.6 Specialized Pricing Arrangements.

Customized service packages and competitive pricing packages at negotiated rates may be furnished on a case-by-case basis in response to requests by Customers to the Company for proposals or for competitive bids. Service offered under this tariff provision will be provided to Customers pursuant to contract. Unless otherwise specified, the regulations for such arrangements are in addition to the applicable regulations and prices in other sections of the tariff. Specialized rates or charges will be made available to similarly situated Customers on a non-discriminatory basis. All individual case basis arrangements will be submitted to the Commission for approval.

## 3.5.7 Emergency Call Handling Procedures

Emergency "911" calls are not routed to company, but are completed through the local network at no charge.

## 3.5.8 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance the marketing of its services. These offerings may be limited to certain dates, times and locations. The Company will notify the Commission of such offerings at least 14 days prior to the effective date of such offerings.

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## 3.5.9 SmartConference -Conference Calling

SmartConference offers Reserved Conferencing that is configured by the user for up to 100 callers via an easy-to-use web screen. Other features:

Call in Number

Toll Free Access

Conference Scheduling

Start Date-The ability to set the date, up to 1 year in advance, on which the conference will take place.

Start Time-The ability to set the time the conference call will begin.

Duration-The ability to set how long the conference call will last.

Scheduled Conference Size

Maximum Size-One Hundred (100) Callers.

Speaking Participants-The maximum number of speaking participants is 25. The other 75 can listen to the Conference Call.

Early Arrival

Green Room w/Hold Music-A feature, which allows guests who call in early to wait and listen to hold music until the host joins.

Green Room w/Open Conferencing-A feature, which allows guests who call in early to talk with each other until the host joins.

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## Host/Guest Codes

Multiple Host/Guest Codes-The ability to create different combinations of host and guest codes for multiple conference calls.

## Host Controls

Continue Until Scheduled End-The ability, once the host disconnects, to continue the conference call until it is scheduled to end.

Continue for 5 Minutes-The ability to allow the conference call to continue for 5 minutes after the host disconnects.

Return Guest to Green Room-The ability, once the host disconnects, to automatically return the guests to the green room until the host reconnects.

End Conference Call-The ability to end the conference call when the host disconnects.

## Conference ID

Conference ID-The ability to specifically create a name for a reserved or reoccurring conference via the web.

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## 3.5.10 SmartNumber

AccessLine's SmartNumber provides find me/follow me service allowing subscribers the convenience of one number to be reached on their/your cell phone, desk phone, home phone, or any phone of their choice. The phone you have your follow me number forward to can be changed at any time. Call screening lets you select which calls you accept, and which you choose to go to our full-featured voicemail. SmartNumber provides the following enhanced services:

## Personal Number

Local or Toll Free-One number to reach the user anywhere with a call, message, or fax. SmartNumber only for the "call anywhere" feature.

## Call Screening Intelligent Routing

If the phone is busy, SmartNumber may send the caller to voicemail and unanswered calls to an assistant, or to the user's portable phone or pager.

## Fax Store &amp; Forward

AccessLine SmartNumber accepts faxes and stores them.

## AccessLine Connection

AccessLine SmartNumber sends a message to any pager telling the user a call is holding. Go to any touch-tone phone, dial the AccessLine SmartNumber, and connect with the caller.

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### Weekly Schedule

Based on the time of day and day of week, AccessLine will automatically send calls to a specific location for a predetermined length of time. At any time the user may turn off or override the schedule.

### Message Center

AccessLine SmartNumber and SmartMessage takes voicemail messages, which the user can then listen to from any phone or via the Internet.

### Instant-Call-Back

Allows the user to instantly call back a caller who left a message. SmartNumber electronically attaches the caller's number to the message and will even recite the number back to the user.

### Rebound

Sends the user back to voicemail to listen to the next message after the user has used instant call back.

### Pager Notification Virtual Calling Card

Once in SmartNumber or SmartMessage, simply touch 9 to make long distance calls.

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## 3.5.11 SmartMessage-Voice Messaging Service

AccessLine's SmartMessage provides users with a full features unified messaging service. SmartMessage receives and stores voicemail and fax messages and allows users to access those messages from any touch-tone phone or web-enabled computer. SmartMessage provide the enhanced services listed above for SmartNumber.

## 3.5.12 Smart800-Switched Toll Free

Smart800 provides users with a toll free number, which may be directed to the DID number of their choice.

PIN Access-The ability, from any touch-tone phone, to access the user menu by entering a PIN.

## Destination Routing

Weekly Schedule-The ability to set automatic routing of incoming calls based on time of day or day of week.

Remote Call Forwarding-The ability to override the existing routing schedule and forward calls "on-the-fly" from any touchtone phone.

## Personal Features

Change PIN-The ability, from any touch-tone phone, to change the personal identification number.

Weekly Schedule-The ability, from any touch-tone phone, to turn on or off the weekly schedule.

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## 3.5.13 SmartOffice-Auto Attendant

SmartOffice will greet callers to the small business with a Call Attendant that gives the caller up to 10 options for call routing. The caller will choose the appropriate option, and SmartOffice will attempt to deliver the call. If the line is busy or unanswered, SmartOffice will either send the caller to voicemail or to another location. SmartOffice's built in schedule will allow an after hours message to automatically play at a predetermined time everyday and on weekends. An incoming fax to the SmartOffice will be stored for later delivery or automatically sent to a specific fax machine.

## Message Center

The AccessLine SmartOffice takes voicemail messages for the user, which the user can then listen to from any phone.

## Instant-Call-Back

Allows the user to instantly call back a caller who left a message. SmartOffice electronically attaches the caller's number to the message and will even recite the number back to the user.

## Rebound

Sends the user back to voicemail to listen to the next message after the user has used instant call back.

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Pager Notification Call Transfer

Receive or place a call through  
AccessLine and then transfer the call to  
any other phone or person. Stay on the  
call for a three-way call or drop off.  
Transfer a call from office phone to  
cell phone or any phone.

Virtual Calling Card

Once in the Call Manager, simply touch 9  
to make long distance calls.

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**SECTION 4 - CURRENT RATES****4.1 1+ Dialing**

\$0.150 per minute

A \$4.95 per month service charge applies.  
Billed in one minute increments.

**4.2 Travel Cards**

\$.199 per minute

A \$.25 per call service charge applies.  
Billed in one minute increments.

**4.3 Toll Free**

\$0.150 per minute

A \$10 per month per number service charge applies.  
Billed in one minute increments.

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**4.4 Reserved for Future Use.****4.5 Directory Assistance**

\$.95

**4.6 Returned Check Charge**

\$20.00

**4.7 SmartNumber**

One-time set up fee	\$40.00
Monthly recurring charge	\$18.95
Call or fax forwarding to long distance location	\$.109 per minute
Outdial to long distance location	\$.109 per minute
Conference calling service	\$.149 per minute
SmartMessage	\$25.00 one-time set up fee \$8.95 monthly recurring charge

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**4.8 Smart800**

Monthly recurring charge	\$9.80
Call to personal toll free number	\$.109 per minute
Call or fax forwarding to long distance location	\$.109 per minute
Outdial to long distance location	\$.109 per minute

**4.9 SmartConference**

Monthly recurring charge	\$65.00
Call to personal toll free number	\$.109 per minute

**4.10 SmartOffice**

One-time set up fee	\$100.00
Monthly recurring charge	\$100.00
Conference calling service	\$.149 per minute
Call or fax forwarding to long distance location	\$.109 per minute
Outdial to long distance location	\$.109 per minute
Conference calling service	\$.149 per minute

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**4.11 Rate Periods**

	Monday - Friday	Sat.	Sun.
8 a.m. to 5 p.m.*	Daytime Rate Period	Evening Rate Period	
5 p.m. to 11 p.m.*	Evening Rate Period		
11 p.m. to 8 a.m.*	Night/Weekend Rate Period		

\* To, but not including

When a message spans more than one rate period, total charges for the minutes in each rate period are calculated and the results for each rate period are totaled to obtain the total message charge. If the calculation results in a fractional charge, the amount will be rounded up to the higher cent.

**4.12 Payphone Dial Around Surcharge**

A dial around surcharge of \$.30 per call will be added to any completed INTRASTATE toll access code and subscriber toll-free 800/888 type calls placed from a public or semi-public payphone.

**4.13 Universal Service Fund Assessment**

The Customer will be assessed a monthly Universal Service Fund Contribution charge on all telecommunications services, which in no event shall be less than the prevailing contribution percentage rate charged the Company on intrastate traffic by the Universal Service Administrative Company (or any successor) or any state agency or its administrator.

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**SECTION 5 - MAXIMUM RATES****5.1 1 + & 101XXXX Dialing**

\$0.30 per minute

A \$10 per month per number service charge

**5.2 Travel Cards**

\$0.50 per minute

A \$.50 per call service charge

**5.3 Toll Free Service**

\$0.30 per minute

A \$10 per month per number service charge

**5.4 Reserved for Future Use.****5.5 Directory Assistance**

\$1.99

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